

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM518837

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|---|--|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Notice of Grant of Security Interest in Trademarks | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Empire Office, Inc. | | 04/12/2019 | Corporation: NEW YORK |
| RECEIVING PARTY DATA | | | |
| Name: | Whitehorse Capital Management, LLC | | |
| Street Address: | 1450 Brickell Avenue, 31st Floor | | |
| City: | Miami | | |
| State/Country: | FLORIDA | | |
| Postal Code: | 33131 | | |
| Entity Type: | Limited Liability Company: DELAWARE | | |
| PROPERTY NUMBERS Total: 3 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4829632 | EMPIRE | |
| Registration Number: | 4829633 | EMPIRE OFFICE | |
| Registration Number: | 4829634 | EMPIRE AUTOMOTIVE | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | 1-212-318-6565 | | |
| Email: | emilycollins@paulhastings.com | | |
| Correspondent Name: | Emily Collins | | |
| Address Line 1: | 200 Park Avenue | | |
| Address Line 4: | New York, NEW YORK 10166 | | |
| NAME OF SUBMITTER: | Emily Collins | | |
| SIGNATURE: | /s/ Emily Collins | | |
| DATE SIGNED: | 04/12/2019 | | |
| Total Attachments: 4 | | | |
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

April 12, 2019

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of April 12, 2019 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the “Agreement”) and among the Grantors party thereto (each an “Grantor” and collectively, the “Grantors”) and Whitehorse Capital Management, LLC, as administrative agent (in such capacity, together with its successors and assigns in such capacity, the “Administrative Agent”) for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Grantor hereby authorizes and requests the United States Patent and Trademark Office to record this Notice of Grant of Security Interest in Trademarks.

[Signatures on the following pages]

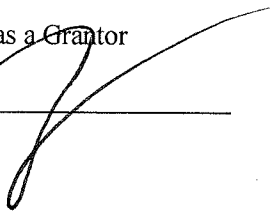
Very truly yours,

Empire Office, Inc., as a Grantor

By: _____

Name: Peter Gaslow

Title: President

A handwritten signature in black ink, appearing to read "Peter Gaslow", is written over a horizontal line. The signature is stylized with a large, sweeping initial "P" and a long, curved flourish extending to the right.

[Signature Page to Notice of Grant of Security Interest in Trademarks]

Acknowledged and Accepted:

Whitehorse Capital Management, LLC as Administrative Agent

By: 

Name: Richard Siegel


Title: Authorized Signatory

[Signature Page to Notice of Grant of Security Interest in Trademarks]

TRADEMARK
REEL: 006617 FRAME: 0414

SCHEDULE 1

UNITED STATES TRADEMARK REGISTRATIONS AND APPLICATIONS

| Trademark | Registration Number | Registration Date | Owner/Grantor |
|---|---------------------|-------------------|---------------------|
| EMPIRE | 4829632 | October 13, 2015 | Empire Office, Inc. |
|  | 4829633 | October 13, 2015 | Empire Office, Inc. |
| EMPIRE AUTOMOTIVE | 4829634 | October 13, 2015 | Empire Office, Inc. |